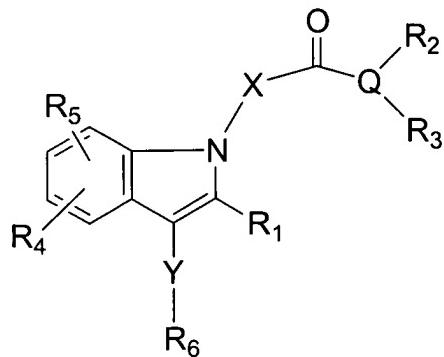


Case 21101YP

In the Claims

1(Currently Amended)

A compound of the structural formula I:



Formula I

or a pharmaceutically acceptable salt, enantiomer, diastereomer or mixture thereof:  
wherein,

R represents hydrogen, or C<sub>1</sub>-6 alkyl;

R<sub>1</sub> represents hydrogen or C<sub>1</sub>-6 alkyl, CF<sub>3</sub>, C<sub>1</sub>-6 alkoxy, COR<sup>c</sup>, CO<sub>2</sub>R<sub>8</sub>, CONHCH<sub>2</sub>CO<sub>2</sub>R, N(R)<sub>2</sub>, said alkyl and alkoxy optionally substituted with 1-3 groups selected from R<sup>b</sup>;

X represents -(CHR<sub>7</sub>)<sub>p</sub>-;

Y is not present, -CO(CH<sub>2</sub>)<sub>n</sub>-, or -CH(OR)-;

Q represents N, CR<sub>Y</sub>, or O, wherein R<sub>2</sub> is absent and R<sub>3</sub> is not C<sub>1</sub>-4 alkyl when Q is O;

RY represents H, or C<sub>1</sub>-6 alkyl;

R<sub>w</sub> represents H, C<sub>1</sub>-6 alkyl, -C(O)C<sub>1</sub>-6 alkyl, -C(O)OC<sub>1</sub>-6 alkyl, -SO<sub>2</sub>N(R)<sub>2</sub>, -SO<sub>2</sub>C<sub>1</sub>-6 alkyl, -SO<sub>2</sub>C<sub>6</sub>-10 aryl, NO<sub>2</sub>, CN or -C(O)N(R)<sub>2</sub>;

R<sub>2</sub> represents hydrogen, C<sub>1</sub>-10 alkyl, C<sub>1</sub>-6 alkylSR, -(CH<sub>2</sub>)<sub>n</sub>O(CH<sub>2</sub>)<sub>m</sub>OR, -(CH<sub>2</sub>)<sub>n</sub>C<sub>1</sub>-6 alkoxy, -(CH<sub>2</sub>)<sub>n</sub>C<sub>3</sub>-8 cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>3</sub>-10 heterocyclyl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>5</sub>-10 heteroaryl, -N(R)<sub>2</sub>, -COOR, or -(CH<sub>2</sub>)<sub>n</sub>C<sub>6</sub>-10 aryl, said alkyl, heterocyclyl, aryl or heteroaryl optionally substituted with 1-3 groups selected from R<sup>a</sup>;

R<sub>3</sub> represents hydrogen, C<sub>1-10</sub> alkyl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>3-8</sub> cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>5-10</sub> heteroaryl, -(CH<sub>2</sub>)<sub>n</sub>COOR, -(CH<sub>2</sub>)<sub>n</sub>C<sub>6-10</sub> aryl, -(CH<sub>2</sub>)<sub>n</sub>NHR<sub>8</sub>, -(CH<sub>2</sub>)<sub>n</sub>N(R)<sub>2</sub>, -(CH<sub>2</sub>)<sub>n</sub>NHCOOR, -(CH<sub>2</sub>)<sub>n</sub>N(R<sub>8</sub>)CO<sub>2</sub>R, -(CH<sub>2</sub>)<sub>n</sub>N(R<sub>8</sub>)COR, -(CH<sub>2</sub>)<sub>n</sub>NHCOR, -(CH<sub>2</sub>)<sub>n</sub>CONH(R<sub>8</sub>), aryl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>1-6</sub> alkoxy, CF<sub>3</sub>, -(CH<sub>2</sub>)<sub>n</sub>SO<sub>2</sub>R, -(CH<sub>2</sub>)<sub>n</sub>SO<sub>2</sub>N(R)<sub>2</sub>, -(CH<sub>2</sub>)<sub>n</sub>CON(R)<sub>2</sub>, -(CH<sub>2</sub>)<sub>n</sub>CONHC(R)<sub>3</sub>, -(CH<sub>2</sub>)<sub>n</sub>COR<sub>8</sub>, nitro, cyano or halogen, said alkyl, alkoxy, heterocyclyl, aryl or heteroaryl optionally substituted with 1-3 groups of R<sup>a</sup>;

or, when Q is N, R<sub>2</sub> and R<sub>3</sub> taken together with the intervening N atom form a 4-10 membered heterocyclic carbon ring optionally interrupted by 1-2 atoms of O, S, C(O) or NR, and optionally having 1-4 double bonds, and optionally substituted by 1-3 groups selected from R<sup>a</sup>;

R<sub>4</sub> and R<sub>5</sub> independently represent hydrogen, C<sub>1-6</sub> alkoxy, OH, C<sub>1-6</sub> alkyl, COOR, SO<sub>3</sub>H, O(CH<sub>2</sub>)<sub>n</sub>N(R)<sub>2</sub>, O(CH<sub>2</sub>)<sub>n</sub>CO<sub>2</sub>R, C<sub>1-6</sub> alkylcarbonyl, S(O)qRY, OPO(OH)<sub>2</sub>, CF<sub>3</sub>, N(R)<sub>2</sub>, nitro, cyano or halogen;

R<sub>6</sub> represents hydrogen, C<sub>1-10</sub> alkyl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>6-10</sub> aryl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>5-10</sub> heteroaryl, (C<sub>6-10</sub> aryl)O-, -(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>3-8</sub> cycloalkyl, -COOR, -C(O)CO<sub>2</sub>R, said aryl, heteroaryl, heterocyclyl and alkyl optionally substituted with 1-3 groups selected from R<sup>a</sup>, with the proviso that when Y is absent, X is absent, when p=0, R<sub>1</sub> is hydrogen, and Q is CRy then R<sub>6</sub> is not hydrogen with the proviso that when Y is absent, X is absent, p=0, R<sub>1</sub> is hydrogen, and Q is CRy then R<sub>6</sub> is not hydrogen;

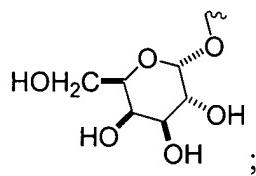
R<sub>7</sub> represents hydrogen, C<sub>1-6</sub> alkyl, -(CH<sub>2</sub>)<sub>n</sub>COOR or -(CH<sub>2</sub>)<sub>n</sub>N(R)<sub>2</sub>,

R<sub>8</sub> represents -(CH<sub>2</sub>)<sub>n</sub>C<sub>3-8</sub> cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl, C<sub>1-6</sub> alkoxy or -(CH<sub>2</sub>)<sub>n</sub>C<sub>5-10</sub> heteroaryl, said heterocyclyl, aryl or heteroaryl optionally substituted with 1-3 groups selected from R<sup>a</sup>;

R<sup>a</sup> represents F, Cl, Br, I, CF<sub>3</sub>, N(R)<sub>2</sub>, NO<sub>2</sub>, CN, -COR<sub>8</sub>, -CONHR<sub>8</sub>, -CON(R<sub>8</sub>)<sub>2</sub>, -O(CH<sub>2</sub>)<sub>n</sub>COOR, -NH(CH<sub>2</sub>)<sub>n</sub>OR, -COOR, -OCF<sub>3</sub>, -NHCOR, -SO<sub>2</sub>R, -SO<sub>2</sub>NR<sub>2</sub>, -SR, (C<sub>1-C<sub>6</sub></sub> alkyl)O-, -(CH<sub>2</sub>)<sub>n</sub>O(CH<sub>2</sub>)<sub>m</sub>OR, -(CH<sub>2</sub>)<sub>n</sub>C<sub>1-6</sub> alkoxy, (aryl)O-, -OH, (C<sub>1-C<sub>6</sub></sub> alkyl)S(O)<sub>m</sub>-, H<sub>2</sub>N-C(NH)-, (C<sub>1-C<sub>6</sub></sub> alkyl)C(O)-, (C<sub>1-C<sub>6</sub></sub> alkyl)OC(O)NH-, -(C<sub>1-C<sub>6</sub></sub>

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alkyl)NR<sub>w</sub>(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(C<sub>1-C<sub>6</sub></sub> alkyl)O(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(C<sub>1-C<sub>6</sub></sub> alkyl)S(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(C<sub>1-C<sub>6</sub></sub> alkyl)-C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(CH<sub>2</sub>)<sub>n</sub>-Z<sup>1</sup>-C(=Z<sup>2</sup>)N(R)<sub>2</sub>, -(C<sub>2-6</sub> alkenyl)NR<sub>w</sub>(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(C<sub>2-6</sub> alkenyl)O(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(C<sub>2-6</sub> alkenyl)S(CH<sub>2</sub>)<sub>n</sub>C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(C<sub>2-6</sub> alkenyl)-C<sub>3-10</sub> heterocyclyl-R<sub>w</sub>, -(C<sub>2-6</sub> alkenyl)-Z<sup>1</sup>-C(=Z<sup>2</sup>)N(R)<sub>2</sub>, -(CH<sub>2</sub>)<sub>n</sub>SO<sub>2</sub>R, -(CH<sub>2</sub>)<sub>n</sub>SO<sub>3</sub>H, -(CH<sub>2</sub>)<sub>n</sub>PO(OR)<sub>2</sub>, cyclohexyl, morpholinyl, piperidyl, pyrrolidinyl, thiophenyl, phenyl, pyridyl, imidazolyl, oxazolyl, isoxazolyl, thiazolyl, thienyl, furyl, isothiazolyl, C<sub>2-6</sub> alkenyl, and C<sub>1-C<sub>10</sub></sub> alkyl, said alkyl, alkenyl, alkoxy, phenyl, pyridyl, imidazolyl, oxazolyl, isoxazolyl, thiazolyl, thienyl, furyl, and isothiazolyl optionally substituted with 1-3 groups selected from C<sub>1-C<sub>6</sub></sub> alkyl, CN, (CH<sub>2</sub>)<sub>n</sub>tetrazolyl, COOR, SO<sub>3</sub>H, OH, F, Cl, Br, I, -O(CH<sub>2</sub>)<sub>n</sub>CH(OH)CH<sub>2</sub>SO<sub>3</sub>H, and



Z<sup>1</sup> and Z<sup>2</sup> independently represents NR<sub>w</sub>, O, CH<sub>2</sub>, or S;

R<sup>b</sup> represents C<sub>1-6</sub> alkyl, -COOR, -SO<sub>3</sub>R, -OPO(OH)<sub>2</sub>, -(CH<sub>2</sub>)<sub>n</sub>C<sub>6-10</sub> aryl, or -(CH<sub>2</sub>)<sub>n</sub>C<sub>5-10</sub> heteroaryl;

R<sup>c</sup> represents hydrogen, C<sub>1-6</sub> alkyl, or -(CH<sub>2</sub>)<sub>n</sub>C<sub>6-10</sub> aryl;

m is 0-3;

n is 0-3;

q is 0-2; and

p is 0-1.

2(Once Amended). A compound according to claim 1 of structural formula I wherein X represents CHR<sub>7</sub>.

3(Original). A compound according to claim 1 wherein Y is -CO(CH<sub>2</sub>)<sub>n</sub>.

4(Original). A compound according to claim 1 wherein Y is CH(OR).

5(Original). A compound according to claim 1 wherein Q is N.

6(Once amended). A compound according to claim 1 wherein Q is CRy, and Ry is hydrogen.

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7(Original). A compound according to claim 2 wherein R<sub>6</sub> is (CH<sub>2</sub>)<sub>n</sub>C<sub>6</sub>-10 aryl, (CH<sub>2</sub>)<sub>n</sub>C<sub>5</sub>-10 heteroaryl, (CH<sub>2</sub>)<sub>n</sub>C<sub>3</sub>-10 heterocyclyl, or (CH<sub>2</sub>)<sub>n</sub>C<sub>3</sub>-8 cycloalkyl, said aryl, heteroaryl, heterocyclyl and alkyl optionally substituted with 1 to 3 groups of Ra.

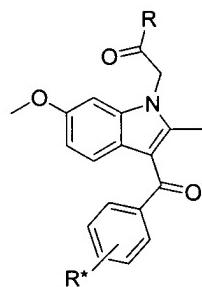
8(Original). A compound according to claim 6 wherein R<sub>7</sub> is hydrogen or C<sub>1</sub>-6 alkyl.

9(Original). A compound according to claim 6 wherein Q is N and n is 0.

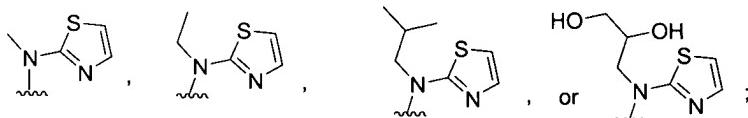
10(Original). A compound according to claim 1 wherein Y is -CO(CH<sub>2</sub>)<sub>n</sub>, Q is N, n is 0, R<sub>2</sub> is C<sub>1</sub>-10 alkyl or C<sub>1</sub>-6 alkylOH and R<sub>3</sub> is (CH<sub>2</sub>)<sub>n</sub>C<sub>3</sub>-10 heterocyclyl, said heterocyclyl and alkyl optionally substituted with 1 to 3 groups of Ra.

11(Original). A compound ~~selected from Tables 1 through 14~~ which is:

Table 1



Wherein R represents:



and R\* represents:

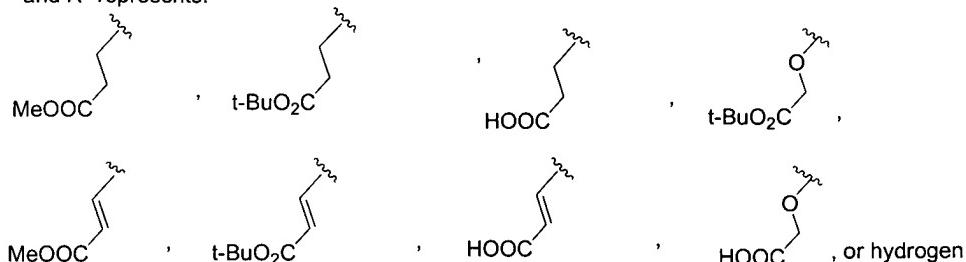
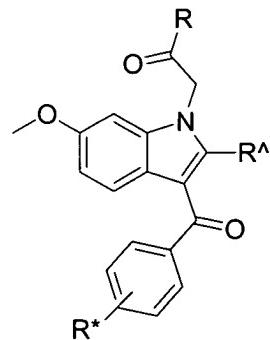
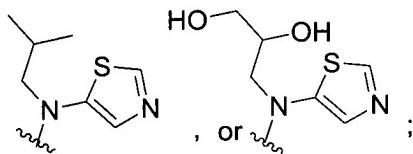
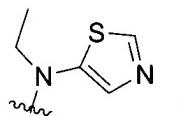
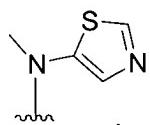


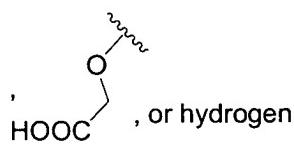
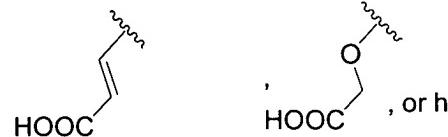
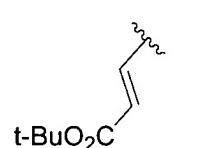
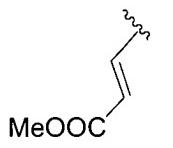
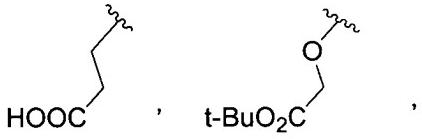
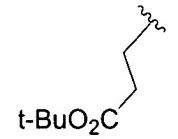
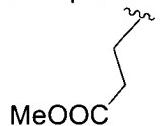
Table 2



Wherein R represents:

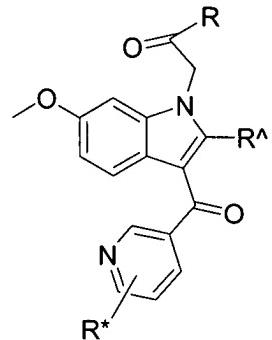


R\* represents:

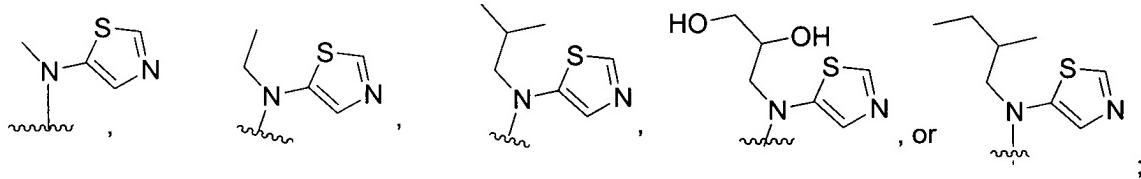


and R^ represents hydrogen or methyl

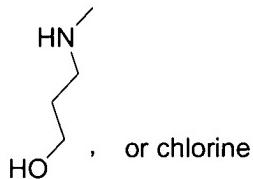
Table 3



Wherein R represents:

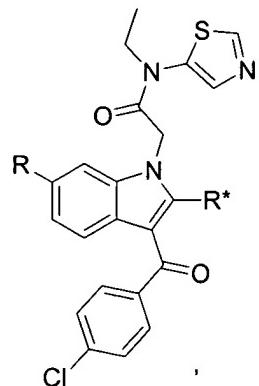


R\* represents:

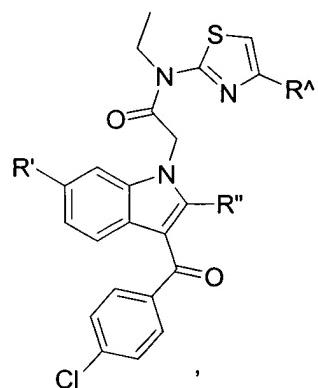


and R^A represents hydrogen or methyl;

Table 4



R represents methyl or methoxy and R\* represents methyl, H or COOH;



R' represents methyl or methoxy; R<sup>^</sup> represents hydrogen or COOEt; R<sup>'''</sup> represents COOH or COOtBu; and R'' represents: COOMe, H, COOH, or

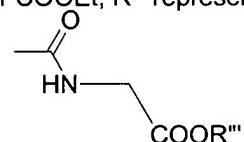
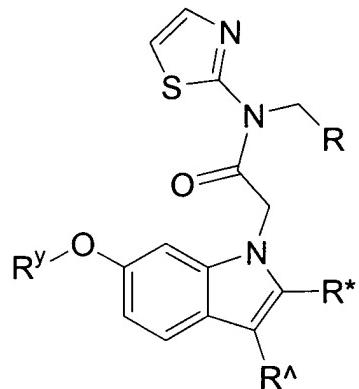


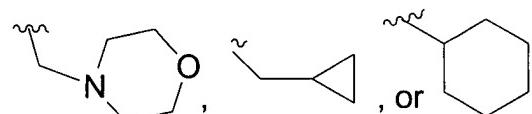
Table 5



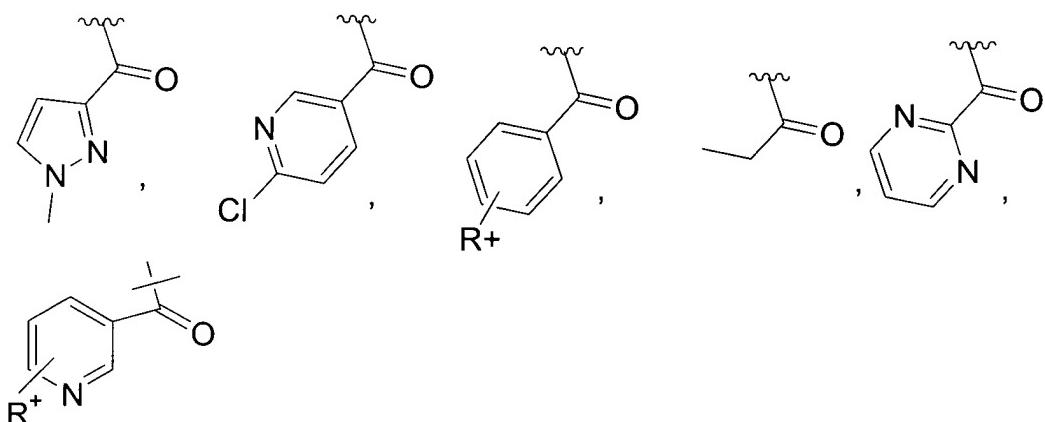
$R^*$  represents hydrogen or methyl;

$R^y$  represents methyl or  $CF_3$ ; , ,

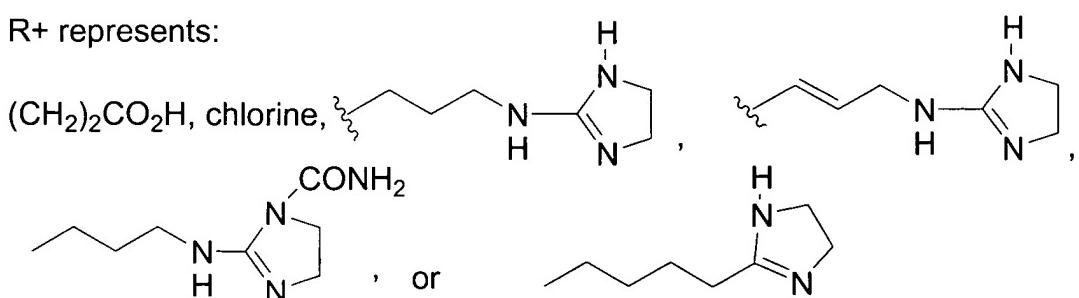
$R$  represents methyl,  $(CH_2)_2SCH_3$ ,

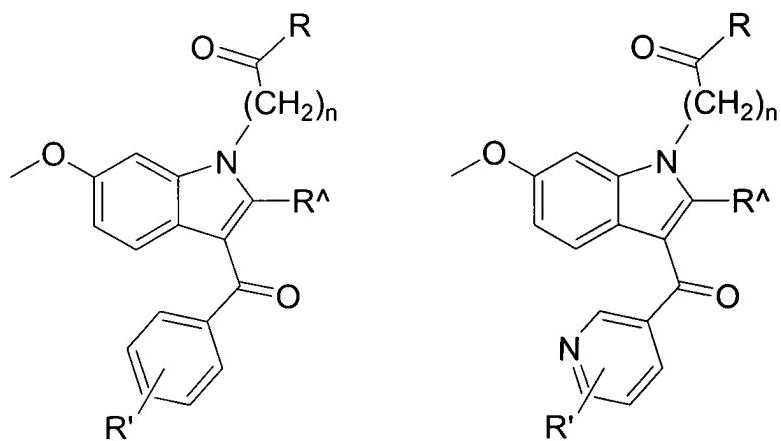


$R^\wedge$  represents:



$R^+$  represents:

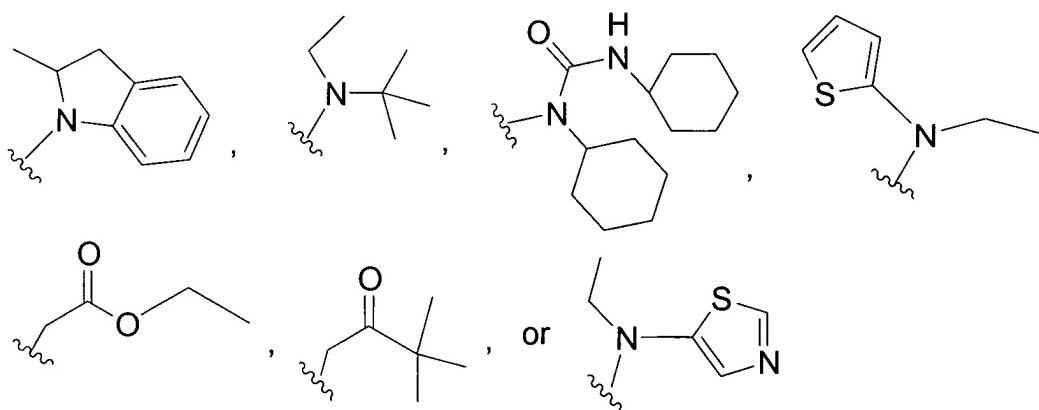


**Table 6**

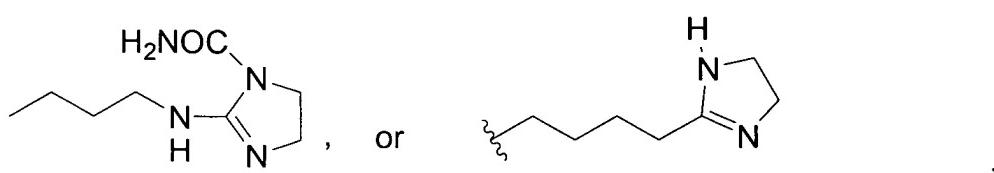
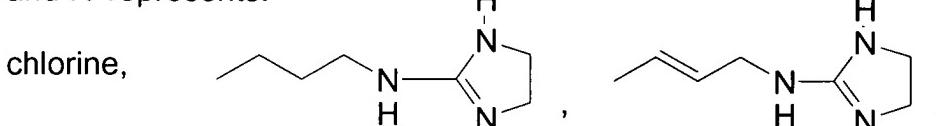
Wherein n represents 1-2;

R<sup>^</sup> represents hydrogen or methyl

R represents:

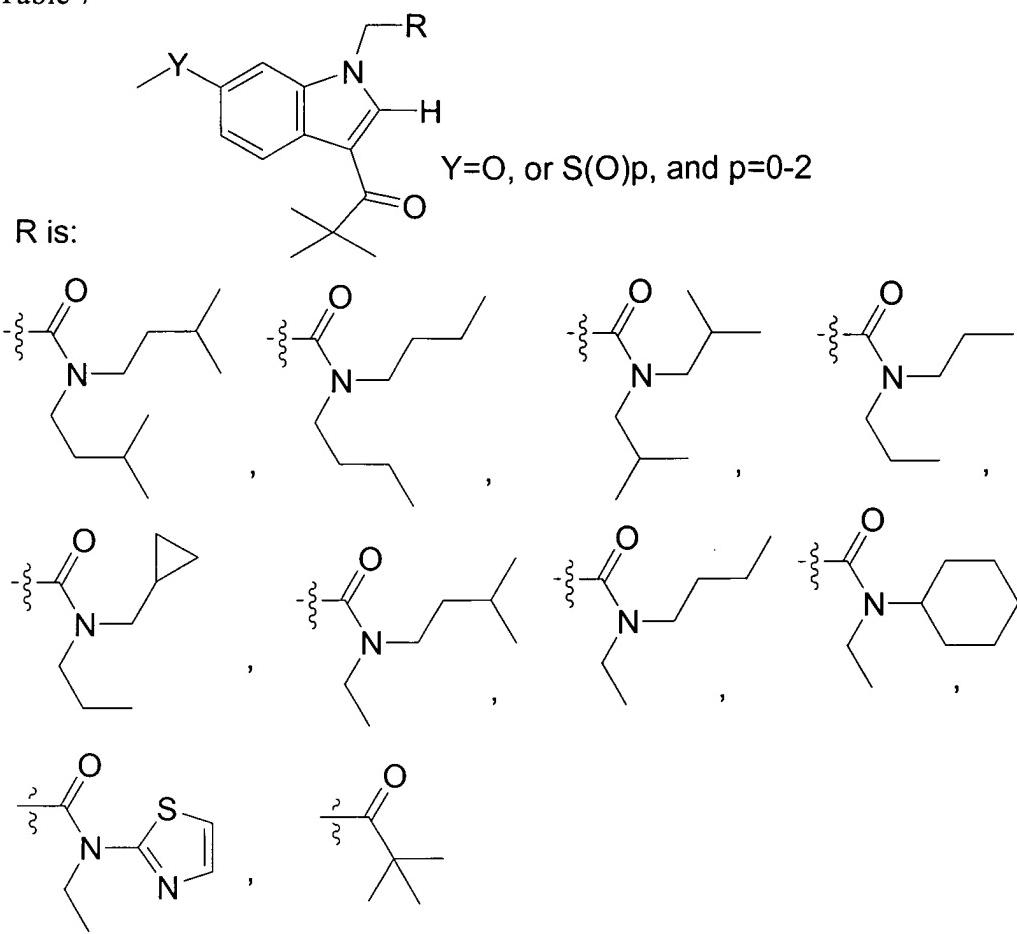


and R' represents:



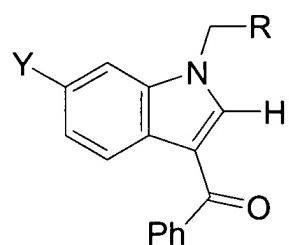
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Table 7



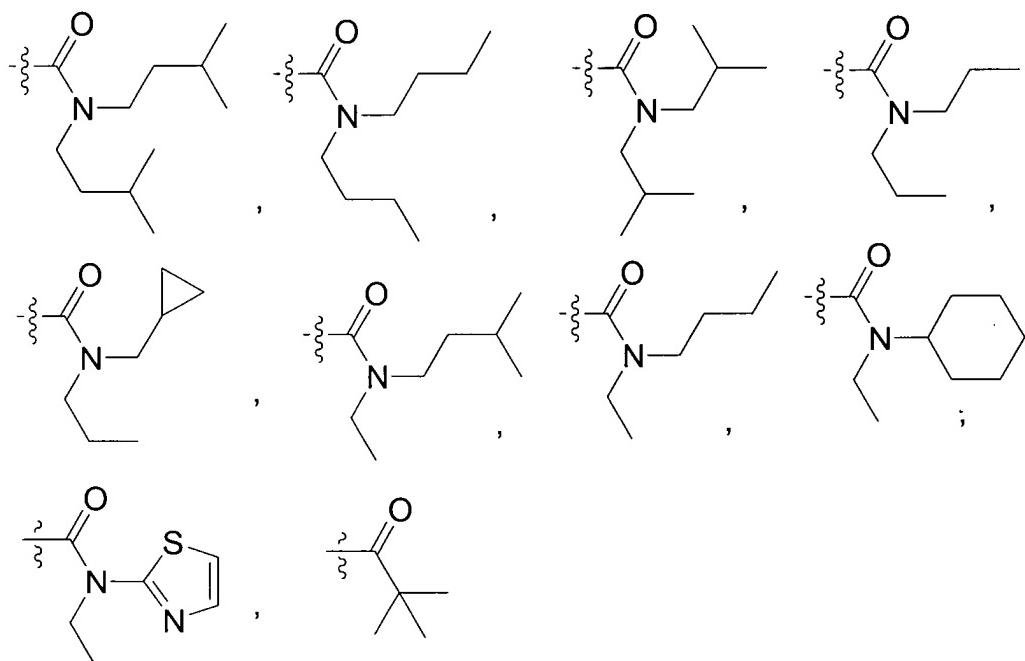
Case 21101YP

Table 8



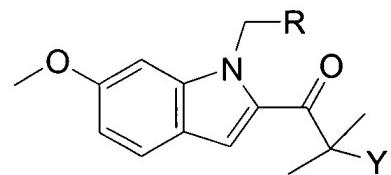
$\text{Y}=\text{OCH}_3$ , Cl, Br,  $\text{CH}_2\text{CH}_3$ , or CN

Ris:



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Table 9

 $Y = \text{CH}_3 \text{ or } \text{CH}_2\text{CH}_3$ 

R is:

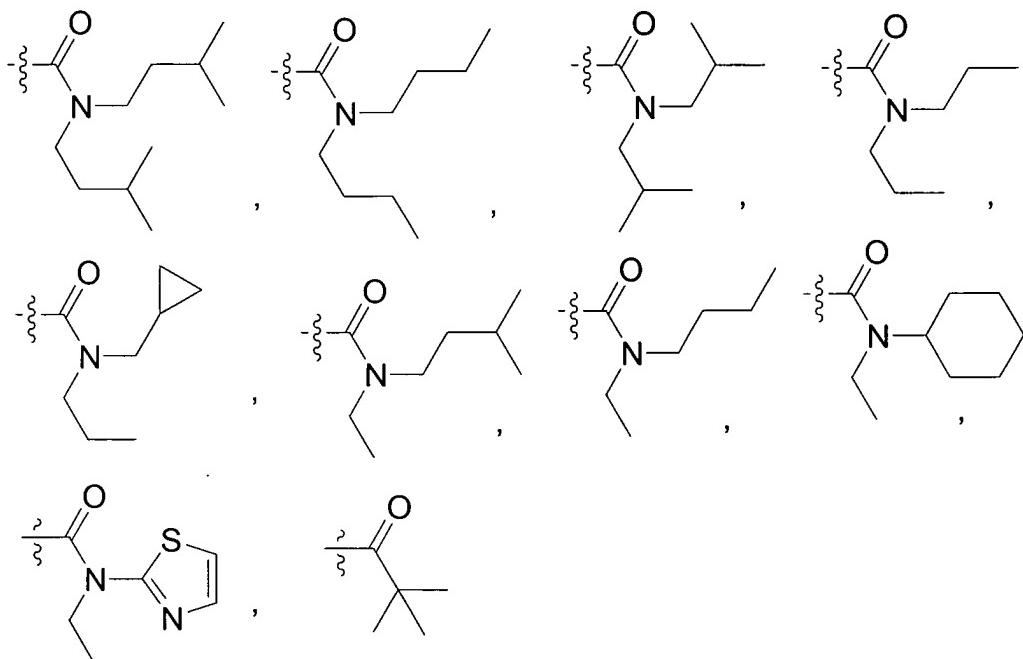
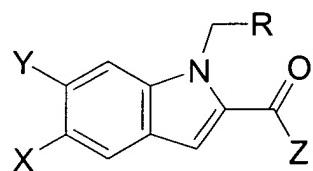


Table 10



Y=OCH<sub>3</sub>, CN, or Cl; X=H, or F; Z=Ph, CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>

R is:

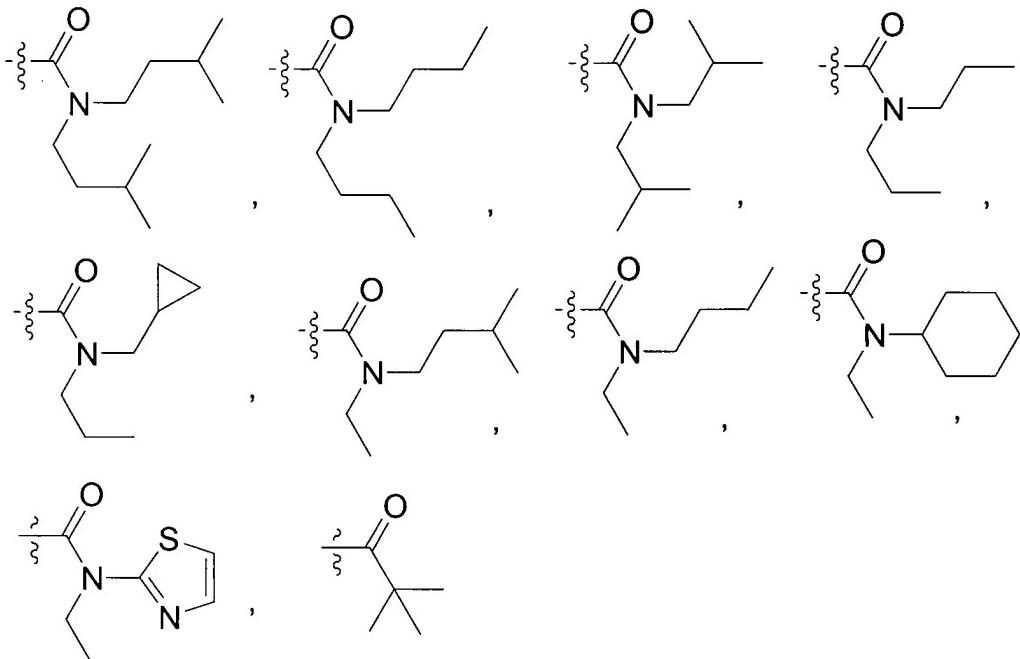
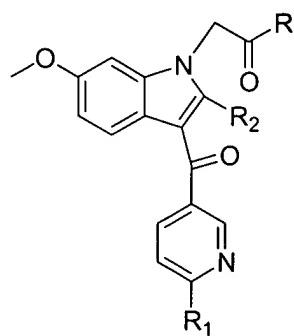
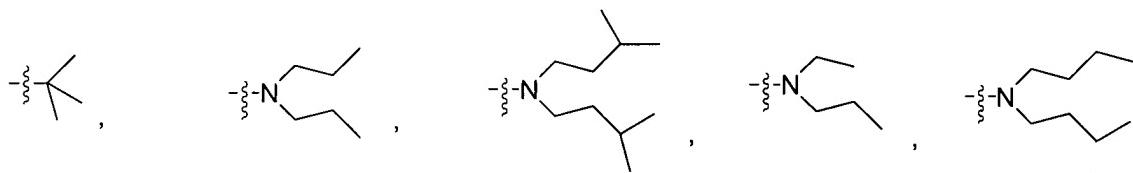


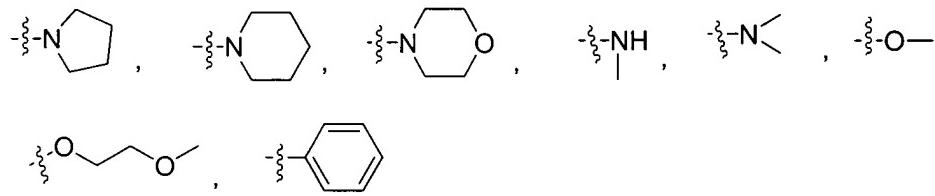
Table 11



Wherein R represents:

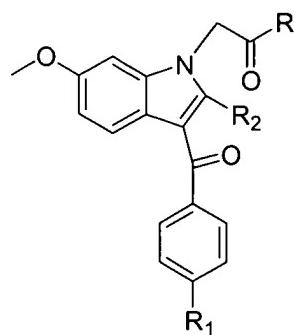


R<sub>1</sub> represents:



R2 represents: hydrogen or methyl

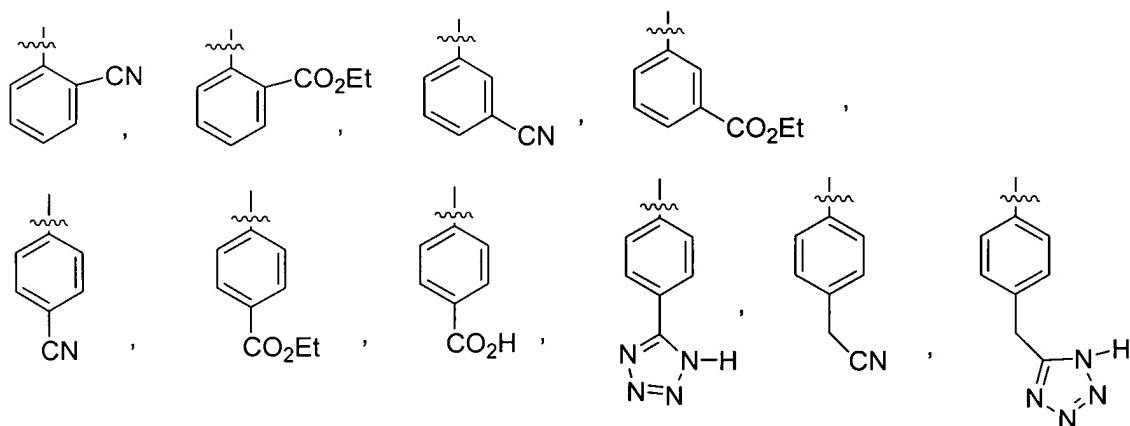
Table 12



Wherein R represents:



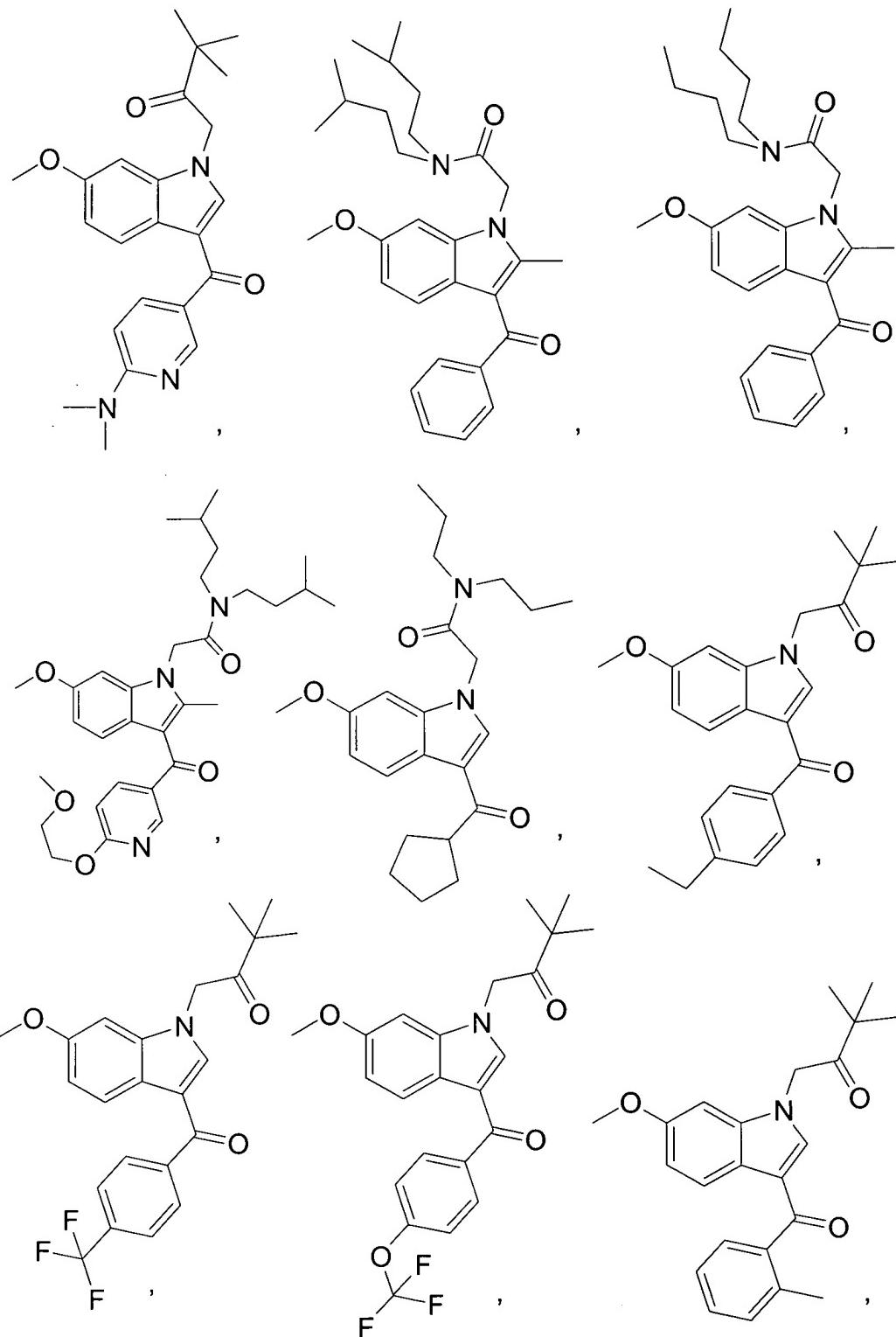
$R_1$  represents:



R<sub>2</sub> represents: hydrogen or methyl

Table 13

Case 21101YP



Case 21101YP

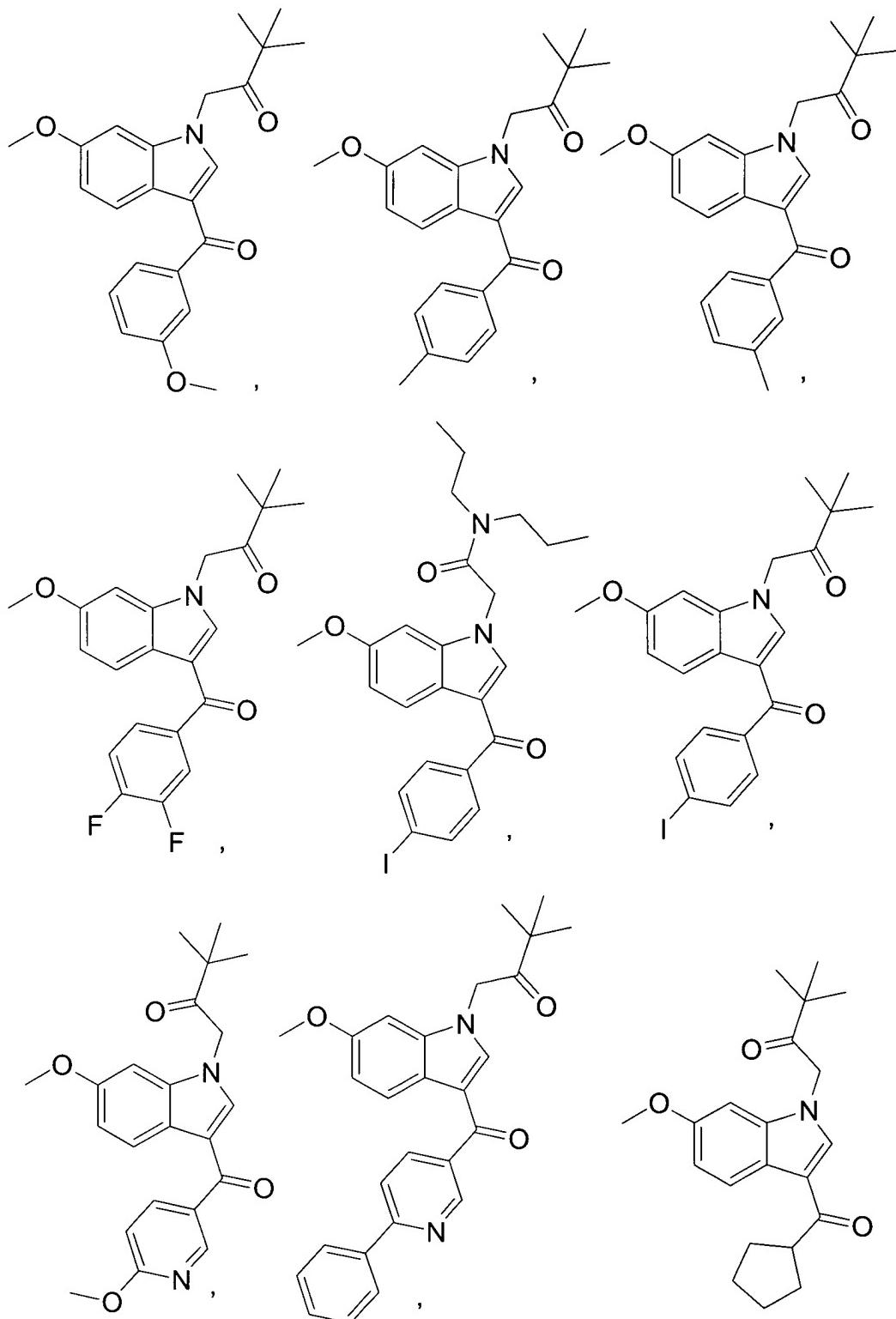
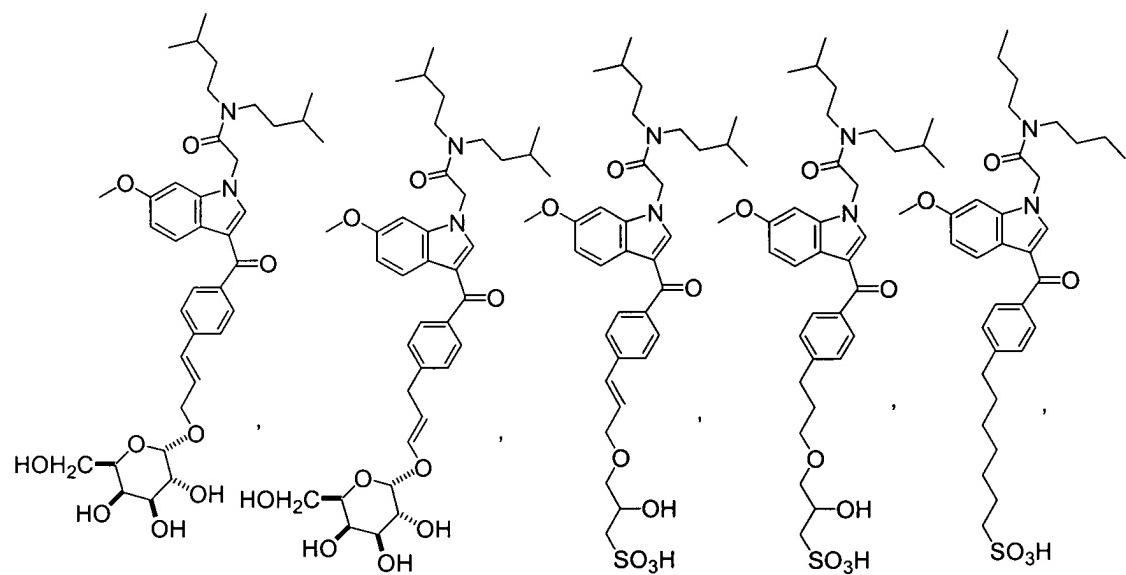
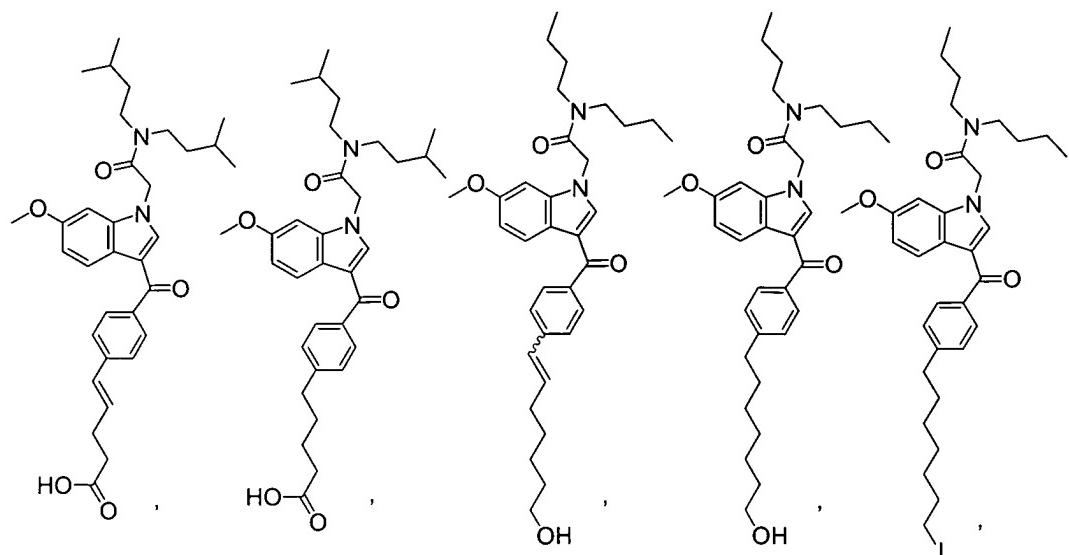
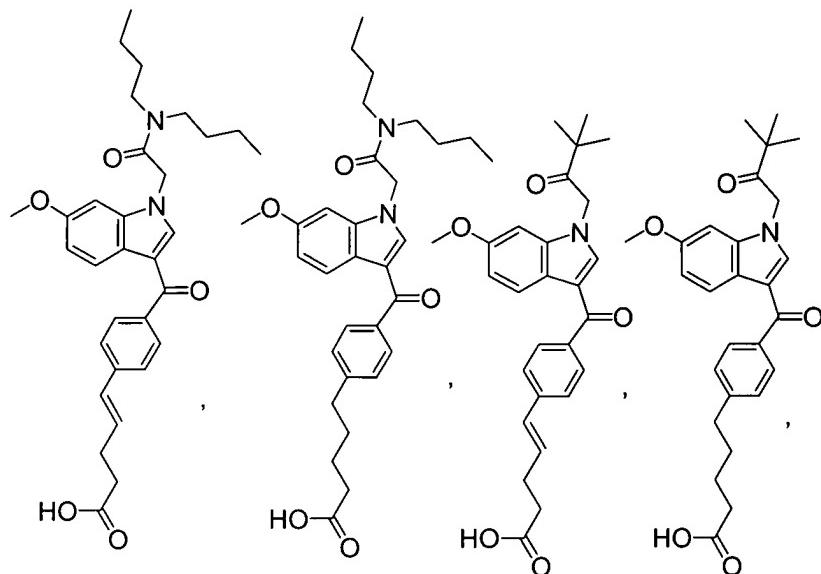


Table 14

Case 21101YP





or a pharmaceutically acceptable salt, enantiomer, diastereomer or mixture thereof.

12. Cancel.

13. Cancel.

14. Cancel.

15. Cancel..

16. Cancel.

17. Cancel.

18. Cancel.

19. Cancel.

20. Cancel.

21. Cancel.